

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

FISHER SCIENTIFIC	§	
INTERNATIONAL, INC. and FISHER	§	
SCIENTIFIC COMPANY, L.L.C.,	§	
	§	
Plaintiffs,	§	
	§	
v.	§	CIVIL ACTION NO. H-03-0467
	§	
IVAN MODROVICH and	§	
HUNNAVIX, KFT.,	§	
	§	
Defendants.	§	

FINAL JUDGMENT

For the reasons set forth in the Court's Memoranda and Orders entered September 8, 2003, December 18, 2003, September 1, 2004, the Findings of Fact and Conclusions of Law entered August 4, 2005, and separate Order on Attorneys' Fees signed this day, it is

ORDERED and ADJUDGED that Plaintiffs Fisher Scientific International, Inc. and Fisher Scientific Company, L.L.C. ("Fisher"), are GRANTED declaratory judgment against Defendants Ivan Modrovich and Hunnavix, KFT., declaring as follows:

1. Hunnavix does not qualify as a Drag-Along Purchaser under Section 3.1 of the Shareholders' Agreement executed on March 2, 2001, by Fisher Scientific International, Inc., Medical Analysis Systems, Inc. ("MAS"), Ivan Modrovich, and other minority shareholders of Medical Analysis Systems, Inc. ("Shareholders' Agreement");

2. Modrovich's proposed sale of shares in MAS to Hunnavix does not qualify as a bona fide sale under Section 3.5 of the Shareholders' Agreement;
3. Modrovich's proposed sale to Hunnavix does not qualify as a "Drag-Along Sale" under Section 3.5 of the Shareholders' Agreement; and
4. Fisher is not obligated to sell its shares in Medical Analysis Systems, Inc. to Hunnavix under Section 3.5 of the Shareholders' Agreement.

It is further

ORDERED and ADJUDGED that Plaintiffs Fisher Scientific International, Inc. and Fisher Scientific Company, L.L.C., shall have and recover from Defendant Ivan Modrovich the sum of TWO MILLION NINE HUNDRED SIXTY-EIGHT THOUSAND FORTY and NO/100 DOLLARS (\$2,968,040.00), and if Modrovich appeals from this Final Judgment to the United States Court of Appeals and Fisher prevails on the appeal, then Plaintiffs shall have and recover from Defendant Ivan Modrovich the additional sum of SEVENTY-FIVE THOUSAND and NO/100 DOLLARS (\$75,000.00), together with interest on all unpaid portions of this money judgment from the date hereof until paid at the rate of 4.34% per annum, compounded annually. It is further

ORDERED and ADJUDGED that Defendants/Counter-Plaintiffs Ivan Modrovich and Hunnavix KFT., shall take nothing on their claims


against Plaintiffs/Counter-Defendants Fisher Scientific International, Inc. and Fisher Scientific Company, L.L.C., and all claims asserted by Counter-Plaintiffs against Counter-Defendants are DISMISSED WITH PREJUDICE. It is further

ORDERED and ADJUDGED that any other and further relief sought herein by any party against any other party and not expressly granted herein is DENIED.

This is a **FINAL JUDGMENT**.

The Clerk shall notify all parties and provide them with a true copy of this Final Judgment.

SIGNED at Houston, Texas on this 8th day of December, 2005.


EWING WERLEIN, JR.
UNITED STATES DISTRICT JUDGE